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Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

# FLORIDA PROFIT CORPORATION OR P.A.

### GOLDEN VICTORY INVESTMENTS CORP.

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SECTION OF FLORIDA

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#### ARTICLES OF INCORPORATION

GOLDEN VICTORY INVESTMENTS CORP.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

# ARTICLE I

The name of the corporation is:

GOLDEN VICTORY INVESTMENTS CORP.

# ARTICLE II ADDRESS OF PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION

The address of the principal office of the corporation and mailing address is 1915 NE 204 Terrace - Miami, Fl 33179.

# ARTICLE III AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 100. The Par Value of each share is One (\$1.00) Dollar.

### ARTICLE IV STREET ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

The Street address of the initial registered office of the corporation is

The name of the initial registered agent at that office is

ANGELA M. SOUZA 1915 NE 204 Terr Miami, Fl. 33179

#### ARTICLE Y

This Corporation is to have perpetual existence.

# ARTICLE VI \_ DURATION AND PURPOSE

The duration of the corporation is perpetual and it is organized for the purpose of transacting any and all lawful business permitted under the laws of the state of Florida.

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Directors initially. The number of Directors may be increased or diminished in such a manner as may be prescribed by the by-laws but shall never have less than one (1) director.

### ARTICLE VIII - INITIAL DIRECTORS

The name and street address of each member of the initial Board of Directors of this Corporation are:

Name	Address
Angela M. Souza	1915 N.E. 204 Terr Miami, Fl. 33179
Roni De Souza	1915 N.E. 204 Terr. Miami, Fl 33179

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#### ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for legal and other expenses provided that no person shall be indemnified against, or reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specially herein provided for.

#### ARTICLE X - REMOVAL OF DIRECTORS

Any direction of the entire Board may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors, at a special meeting of shareholders, called expressly for that purpose.

#### ARTICLE XI - INCORPORATORS

The name and address of each subscriber of these Articles of Incorporation are:

Angela M. Souza - President

1915 NE 204 Terrace Miami, Fl. 33179

Roni De Souza - Sec. & Treas.

1915 N.E. 204 Terrace

Miami, Fl. 33179

#### ARTICLE XII - BY LAWS

The power to adopt, alter, amend, or repeal By Laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE X111 - POWERS

This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by and under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

### ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended in the same manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by majority vote of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles

of Incorporation this 27 day of may 2004.
ANGELA SOOZA
Substriber
STATE OF FLORIDA
COUNTY OF DADE SS
Before, a Notary Public authorized to take acknowledoments in the state and county set forth above, personally appeared ANGELA SOUZA well known to me to be this person
known to me and known by me to be the persons who executed the foregoing article of incorporation, and they acknowledge before me that they have subscribed theses Articles of Incorporation.
In witness whereof, i have hereunto set my hand and affixed my official seal, in the

state and county aforesaid, this \_\_27 -

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### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Registered Agent Date

ANGELA SOUZA

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